

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	Chapter 11
)	
MINING PROJECT WIND DOWN HOLDINGS, INC.)	Case No. 22-90273 (MI)
(f/k/a Compute North Holdings, Inc.), <i>et al.</i> , ¹)	
)	
Debtors.)	(Jointly Administered)
)	

**FIRST INTERIM FEE APPLICATION OF PAUL HASTINGS LLP, COUNSEL TO THE
DEBTORS, FOR ALLOWANCE AND PAYMENT OF FEES AND EXPENSES FOR THE
PERIOD FROM SEPTEMBER 22, 2022 THROUGH DECEMBER 31, 2022**

Name of Applicant:	Paul Hastings LLP	
Applicant's Role in Case:	Counsel to the Debtors and Debtors in Possession	
Docket No. of Employment Order(s):	Docket No. 251	
Interim Application <input checked="" type="checkbox"/> No. 1		
Final Application <input type="checkbox"/>		
	Beginning Date	End Date
Time period covered by this Application for which interim compensation has not previously been awarded:	09/22/22	12/31/22

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) (4534); Mining Project Wind Down LLC (f/k/a Compute North LLC) (7185); Mining Project Wind Down Corpus Christi LLC (f/k/a CN Corpus Christi LLC) (5551); Mining Project Wind Down Atoka LLC (f/k/a CN Atoka LLC) (4384); Mining Project Wind Down BS LLC (f/k/a CN Big Spring LLC) (4397); Mining Project Wind Down Colorado Bend LLC (f/k/a CN Colorado Bend LLC) (4610); Mining Project Wind Down Developments LLC (f/k/a CN Developments LLC) (2570); Mining Project Wind Down Equipment LLC (f/k/a CN Equipment LLC) (6885); Mining Project Wind Down King Mountain LLC (f/k/a CN King Mountain LLC) (7190); Mining Project Wind Down MDN LLC (f/k/a CN Minden LLC) (3722); Mining Project Wind Down Mining LLC (f/k/a CN Mining LLC) (5223); Mining Project Wind Down Pledgor LLC (f/k/a CN Pledgor LLC) (9871); Mining Project Wind Down Member LLC (f/k/a Compute North Member LLC) (8639); Mining Project Wind Down NC08 LLC (f/k/a Compute North NC08 LLC) (8069); Mining Project Wind Down NY09 LLC (f/k/a Compute North NY09 LLC) (5453); Mining Project Wind Down STHDAK LLC (f/k/a Compute North SD, LLC) (1501); Mining Project Wind Down Texas LLC (f/k/a Compute North Texas LLC) (1883); Mining Project Wind Down TX06 LLC (f/k/a Compute North TX06 LLC) (5921); and Mining Project Wind Down TX10 LLC (f/k/a Compute North TX10 LLC) (4238). The Debtors' service address for the purposes of these chapter 11 cases is 300 North LaSalle, Suite 1420, Chicago, Illinois 60654.

Were the services provided necessary to the administration of or beneficial at the time rendered toward the completion of the case? Yes

Were the services performed in a reasonable amount of time commensurate with the complexity, importance and nature of the issues addressed? Yes

Is the requested compensation reasonable based on the customary compensation charged by comparably skilled practitioners in other non-bankruptcy cases? Yes

Do expense reimbursements represent actual and necessary expenses incurred? Yes

Compensation Breakdown for Time Period Covered by this Application

Total professional fees requested in this Application:	\$6,686,234.50
Total professional hours covered by this Application:	5473.20
Average hourly rate for professionals:	\$1,222
Total paraprofessional fees requested in this Application:	\$124,790.50
Total paraprofessional hours covered by this Application:	254.80
Average hourly rate for paraprofessionals:	\$490
Total fees requested in this Application:	\$6,811,025.00
Total expense reimbursements requested in this Application:	\$14,740.53
Total fees and expenses requested in this Application:	\$6,825,765.53
Total fees and expenses awarded in all prior Applications:	N/A

Plan Status: As of the date of this filing, the Debtors' Third Amended Joint Liquidating Chapter 11 Plan of Mining Project Wind Down Holdings, Inc. (f/k/a Compute North Holdings, Inc.) and Its Debtor Affiliates [Docket No. 889] (the "Plan") has been filed but not yet confirmed. A hearing with respect to confirmation of the Plan is scheduled to occur on February 16, 2023, at 1:30 p.m. prevailing Central Time. See [Docket No. 724].

Primary Benefits: During the Fee Period, Paul Hastings advised the Debtors on a variety of complex matters and issues, including, filing for chapter 11, obtaining critical operational relief through the approval of numerous "first day" motions, successfully transitioning into chapter 11 with minimal effect on operations, administering a comprehensive sale process, which culminated in four major sale transactions, representing the sale of most of the Debtors' assets, and filing and commencing solicitation on a chapter 11 plan.

Pursuant to sections 330 and 331 of Title 11 of the United States Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, Rule 2016-1 of the Bankruptcy Local Rules of the United States Bankruptcy Court for the Southern District of Texas, the Procedures for Complex Cases in the Southern District of Texas, and the Court's *Order Establishing Procedures for Interim*

Compensation and Reimbursement of Expenses for Retained Professionals [Docket No. 249], Paul Hastings LLP (“Paul Hastings”), counsel to the debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases, hereby requests interim allowance and payment for professional services rendered during the Fee Period in the amount of \$6,811,025.00 and reimbursement of actual and necessary expenses incurred during the Fee Period in the amount of \$14,740.53, for a total of \$6,825,765.53. In support of its request, Paul Hastings submits the following attached Exhibits:

- Exhibit A contains the monthly statements for the Fee Period, which include an itemized list of expenses incurred during the Fee Period, and
- Exhibit B contains the Proposed Order.

RESERVATION OF RIGHTS

1. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Fee Period, but were not processed before the preparation of this Application, or Paul Hastings has for any other reason not sought compensation or reimbursement with respect to such services or expenses, Paul Hastings reserves the right to request additional compensation for such services, and reimbursement of such expenses, in a supplemental or future application. Also, Paul Hastings does not waive, and expressly reserves, its right to respond to any objections regarding this Application and the amounts sought for Paul Hastings’ work in the Chapter 11 Cases.

[*Remainder of page intentionally left blank*]

Dated: February 14, 2023
Houston, Texas

Respectfully submitted,

/s/ James T. Grogan III

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